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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
	:	
<b>DELPHI CORPORATION <u>et al.</u>,</b>	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**VERIFIED STATEMENT UNDER FEDERAL RULE  
OF BANKRUPTCY PROCEDURE 2019 OF HONIGMAN  
MILLER SCHWARTZ AND COHN LLP RELATING  
TO REPRESENTATION OF PREFERENCE DEFENDANTS**

Honigman Miller Schwartz and Cohn LLP ("Honigman"), for its Verified Statement Under Federal Rule Of Bankruptcy Procedure 2019 Of Honigman Miller Schwartz And Cohn LLP Relating To Representation of Preference Defendants submits as follows:

1. Honigman is representing Defendants (the "Defendants") in the following preference adversary proceedings:

- (a) *Delphi Corporation et al. v. Affinia Group Holdings Inc. et al*, Adv. Pro. No. 07-02198;
- (b) *Delphi Corporation et al. v. GKNS Intermetals*, Adv. Pro. No. 07-2328;

(c) *Delphi Corporation et al v. Rotor Coaters International*, Adv. Pro. No. 07-02767;

(d) *Delphi Corporation et al v. MSX, et al.*, Adv. Pro. No. 07-02484;

(e) *Delphi Corporation et al v. Valeo, et al.*, Adv. Pro. No. 07-02534.

2. All of the above listed Defendants filed motions to dismiss the respective preference adversary proceedings against them (or joined in motions to dismiss) in the respective adversary proceedings which motions (and joinders) were also filed in the main bankruptcy case because the motions also seek the relief of vacatur of orders entered in the main case. Thus Honigman is representing the Defendants in the main case to the extent the Defendants seek vacatur.

3. Honigman is representing defendants in other preference adversary proceedings who did not file motions in the main case, such as TRW Automotive Inc. and certain of its affiliates in *Delphi Corporation, et al v. TRW, et al.*, Adv. Pro. No. 07-02789.

4. Honigman is coordinating with counsel for defendants in other preference adversary proceedings where Honigman is not representing any of the parties on matters of common interest in the preference litigation. Such coordination does not constitute a committee of defendants.

5. Each of the Defendants had a prepetition relationship with one or more of the Debtors as a supplier.

6. Honigman is representing each of these clients individually and the above listed clients do not comprise a committee of any kind.

7. Honigman has no written contracts or representation agreements with respect to the entities described in paragraph 1 above, other than engagement letters.

8. Honigman represented one or more of the Debtors prepetition, primarily in property tax appeal and intellectual property matters, and held an unsecured claim against one or more of the Debtors. Honigman did not hold any equity interests in Debtors.

9. Honigman reserves the right to supplement or amend this Declaration.

10. I make this verified statement under penalty of perjury under the law of the State of Michigan.

Respectfully submitted,

HONIGMAN MILLER SCHWARTZ AND COHN LLP

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Dated: June 7, 2010

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